

B1 (Official Form 1) (12/11)

UNITED STATES BANKRUPTCY COURT Western District of Oklahoma				VOLUNTARY PETITION	
Name of Debtor (if individual, enter Last, First, Middle): GMX Resources, Inc.			Name of Joint Debtor (Spouse) (Last, First, Middle):		
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):			All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):		
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): 4474			Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all):		
Street Address of Debtor (No. and Street, City, and State): 9400 N. Broadway, Suite 600 Oklahoma City, OK <div style="text-align: right;">ZIP CODE 73114</div>			Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right;">ZIP CODE</div>		
County of Residence or of the Principal Place of Business: Oklahoma			County of Residence or of the Principal Place of Business:		
Mailing Address of Debtor (if different from street address): <div style="text-align: right;">ZIP CODE</div>			Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right;">ZIP CODE</div>		
Location of Principal Assets of Business Debtor (if different from street address above): <div style="text-align: right;">ZIP CODE</div>					
Type of Debtor (Form of Organization) (Check one box.) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)		Nature of Business (Check one box.) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other		Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding	
Chapter 15 Debtors Country of debtor's center of main interests: Each country in which a foreign proceeding by, regarding, or against debtor is pending:		Tax-Exempt Entity (Check box, if applicable.) <input type="checkbox"/> Debtor is a tax-exempt organization under title 26 of the United States Code (the Internal Revenue Code).		Nature of Debts (Check one box.) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.	
Filing Fee (Check one box.) <input checked="" type="checkbox"/> Full Filing Fee attached. <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.			Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter). <hr style="border-top: 1px dashed black;"/> Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).		
Statistical/Administrative Information <input type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input checked="" type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.					THIS SPACE IS FOR COURT USE ONLY
Estimated Number of Creditors <input type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input checked="" type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000					
Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input checked="" type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion					
Estimated Liabilities <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input checked="" type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion					

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Voluntary Petition <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s):	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)			
Location Where Filed:	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet.)			
Name of Debtor:	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
<p style="text-align: center;">Exhibit A</p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input checked="" type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>		<p style="text-align: center;">Exhibit B</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).</p> <p>X _____ Signature of Attorney for Debtor(s) (Date)</p>	
<p style="text-align: center;">Exhibit C</p> <p>Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?</p> <p><input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition.</p> <p><input type="checkbox"/> No.</p>			
<p style="text-align: center;">Exhibit D</p> <p>(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)</p> <p><input type="checkbox"/> Exhibit D, completed and signed by the debtor, is attached and made a part of this petition.</p> <p>If this is a joint petition:</p> <p><input type="checkbox"/> Exhibit D, also completed and signed by the joint debtor, is attached and made a part of this petition.</p>			
<p style="text-align: center;">Information Regarding the Debtor - Venue (Check any applicable box.)</p> <p><input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.</p> <p><input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.</p> <p><input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.</p>			
<p style="text-align: center;">Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes.)</p> <p><input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)</p> <p style="text-align: right;">_____ (Name of landlord that obtained judgment)</p> <p style="text-align: right;">_____ (Address of landlord)</p> <p><input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and</p> <p><input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.</p> <p><input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).</p>			

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Voluntary Petition <i>(This page must be completed and filed in every case.)</i>	Name of Debtor(s): _____
Signatures	
<p style="text-align: center;">Signature(s) of Debtor(s) (Individual/Joint)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct.</p> <p>[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.</p> <p>[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Debtor</p> <p>X _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (if not represented by attorney)</p> <p>_____ Date</p>	<p style="text-align: center;">Signature of a Foreign Representative</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.</p> <p>(Check only one box.)</p> <p><input type="checkbox"/> I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.</p> <p><input type="checkbox"/> Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.</p> <p>X _____ (Signature of Foreign Representative)</p> <p>_____ (Printed Name of Foreign Representative)</p> <p>_____ Date</p>
<p>X <u>William H. Hoch III</u> Signature of Attorney for Debtor(s)</p> <p><u>William H. Hoch III</u> Printed Name of Attorney for Debtor(s)</p> <p><u>Crowe & Dunlevy, PC</u> Firm Name</p> <p><u>20 N. Broadway, Ste. 1800</u> <u>Oklahoma City, OK 73102</u> Address</p> <p><u>(405) 235-7700</u> Telephone Number</p> <p><u>04/01/2013</u> Date</p> <p><small>*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.</small></p>	<p style="text-align: center;">Signature of Non-Attorney Bankruptcy Petition Preparer</p> <p>I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.</p> <p>_____ Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>_____ Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)</p> <p>_____ Address</p> <p>X _____ Signature</p> <p>_____ Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.</p> <p>Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.</p> <p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><i>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.</i></p>
<p style="text-align: center;">Signature of Debtor (Corporation/Partnership)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.</p> <p>The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X <u>Michael Rohleder</u> Signature of Authorized Individual</p> <p><u>Michael Rohleder</u> Printed Name of Authorized Individual</p> <p><u>President</u> Title of Authorized Individual</p> <p><u>03/30/2013</u> Date</p>	

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF OKLAHOMA**

)	
)	
In re:	)	Chapter 11
)	
GMX RESOURCES INC.,	)	Case No. 13-_____ ()
DIAMOND BLUE DRILLING CO.,	)	Case No. 13-_____ ()
ENDEAVOR PIPELINE INC.	)	Case No. 13-_____ ()
)	
Debtors.	)	Joint Administration Requested
)	

EXHIBIT "A" TO VOLUNTARY PETITION

1. The securities of GMX Resources, Inc. ("GMXR") identified below are registered under section 12 of the Securities and Exchange Act of 1934. The SEC file number is 001-32977.

2. The following financial data, which is consolidated among GMXR and certain of its subsidiaries which are also debtors in these chapter 11 cases, is the latest available information and refers to GMXR and its debtor-subsidiaries' condition as of the dates set forth below.

- | | |
|-----------------------------------|---------------|
| a. Total assets ¹ | \$281,123,000 |
| b. Total liabilities ¹ | \$458,510,000 |
| c. Debt securities: ² | |

TITLE	OUTSTANDING PRINCIPAL AMOUNT	CUSIPS/ ISINS
4.50% Convertible Senior notes Due 2015	\$48,296,000	38011MAJ71/ US38011MAJ71
Series A Senior Secured Notes Due 2017	\$294,340,000	38011MAN8/ US38011MAN83 38011MAP3/ US38011MAP32 U3822VAC2/ USU3822VAC29

¹ As of [December 31, 2012] (Unaudited).

² As of March 29, 2013. GMXR is unable to determine the precise number of holders of its debt securities. Accordingly, GMXR elects to identify all outstanding debt securities in response to this inquiry.

Series B Senior Secured Notes Due 2017	\$30,000,000	38011MAS7/ US38011MAS70 U3822VAD0/ USU3822VAD02 38011MAT5/ US38011MAT53 38011MAU2/ US38011MAU27
Senior Secured Second-Priority Notes Due 2018	\$51,458,000	38011MAR9/ US38011MAR7
11.375% Senior Notes Due 2019	\$1,970,000	38011MAK4/ US38011MAK45 38011MAM0/ US38011MAM01 U3822VAB4/ USU3822VAB46

- d. As of March 29, 2013, GMXR had one series of preferred stock issued and outstanding: 2,041,169 shares of 9.25% Series B Cumulative Preferred Stock.
- e. As of March 29, 2013, GMXR had 31,283,353 shares of common stock outstanding.

3. Brief description of GMXR's business:

GMXR is an independent oil and gas exploration and production company that was founded in 1998 and publicly traded since 2001. GMXR has development acreage in two oil resource plays -- the Williston Basin (North Dakota and Montana) and the DJ Basin (Wyoming), targeting the Bakken Three Forks and Niobrara formations, respectively. The company also operates in two natural gas/liquids rich resource plays -- the Haynesville/Bossier formation and the Cotton Valley Sand formation in the East Texas Basin.

GMXR has three subsidiaries; Diamond Blue Drilling Co., which has *de minimis* assets; Endeavor Pipeline Inc. ("Endeavor Pipeline"), which operates the natural gas gathering system in the East Texas Basin; and Endeavor Gathering, LLC ("Endeavor Gathering"), which owns the natural gas gathering system and related equipment operated by Endeavor Pipeline. A 40% member interest in Endeavor Gathering is owned by Kinder Morgan Endeavor LLC. Endeavor Gathering is not a debtor.

GMXR's principal executive office is located at 9400 North Broadway, Suite 600, Oklahoma City, Oklahoma, 73114. GMXR's telephone number is (405) 600-0711.

4. List of the names of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of GMXR based on the latest date such persons have filed reports of beneficial ownership with the SEC:

TITLE OF CLASS OF STOCK	NAME OF BENEFICIAL OWNER	AMOUNT AND NATURE OF BENEFICIAL OWNERSHIP	PERCENTAGE OF COMMON STOCK
Common Stock	Chatham Asset Management, LLC (1)	505,198	6.82%
Common Stock	Anthony Melchiorre (1)	505,198	6.82%
Common Stock	Chatham Asset High Yield Master Fund, Ltd. (2)	391,422	5.3%
Common Stock	Blackstone Holdings I L.P. (3)(4)(5)	519,805	7.0%
Common Stock	Blackstone Holdings I/II GP Inc. (3)(4)(5)	519,805	7.0%
Common Stock	The Blackstone Group L.P. (3)(4)(5)	519,805	7.0%
Common Stock	Blackstone Group Management L.L.C. (3)(4)(5)	519,805	7.0%
Common Stock	Stephen Schwartzman (3)(4)(5)	519,805	7.0%
Common Stock	Bennett J. Goodman (3)(4)(6)	519,805	7.0%
Common Stock	J. Albert Smith III (3)(4)(6)	519,805	7.0%
Common Stock	Douglas I. Ostrover (3)(4)(6)	519,805	7.0%
Common Stock	GSO Capital Partners LP (3)(4)(6)	448,218	6.1%
Common Stock	GSO Advisor Holdings L.L.C. (3)(4)(6)	448,218	6.1%

(1) Information was obtained from Schedule 13D filed by the beneficial owners on March 11, 2013. The address or principal business office of each of Chatham Asset Management, LLC and Anthony Melchiorre is 26 Main Street, Suite 204, Chatham, New Jersey 07928.

(2) Information was obtained from Schedule 13G filed by the beneficial owner on December 17, 2012, as adjusted to reflect GMXR's 13-for-1 reverse stock split on January 3, 2013. The address or principal business office of Chatham Asset High Yield Master Fund, Ltd. is 89 Nexus Way, Camana Bay, Grand Cayman KY1-9007, Cayman Islands.

(3) Information was obtained from Schedule 13D filed by the beneficial owners on March 11, 2013.

(4) GSO Advisor Holdings L.L.C. is the general partner of GSO Capital Partners LP. Blackstone Holdings I L.P. is a managing member of each of GSO Holdings I L.L.C. and GSO Advisor Holdings L.L.C. Blackstone Holdings I/II GP Inc. is the general partner of Blackstone Holdings I L.P. The Blackstone Group L.P. is the controlling shareholder of Blackstone Holdings I/II GP Inc. Blackstone Group Management L.L.C. is the general partner of The Blackstone Group L.P. Blackstone Group Management L.L.C. is wholly owned by Blackstone's senior managing directors and controlled by its founder, Stephen A. Schwarzman. Bennett J. Goodman, J. Albert Smith III and Douglas I. Ostrover may be deemed to have shared voting power and/or investment power with respect to the common stock held by the GSO Funds.

(5) The address or principal business office of each of GSO Capital Partners LP, GSO Advisor Holdings L.L.C., Bennett J. Goodman, J. Albert Smith III and Douglas I. Ostrover is c/o GSO Capital Partners LP, 345 Park Avenue, New York, NY 10154.

(6) The address or principal business office of each of Blackstone Holdings I L.P., Blackstone Holdings I/II GP Inc., The Blackstone Group L.P., Blackstone Group Management L.L.C. and Stephen A. Schwarzman is c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154.

SCHEDULE 1 - AFFILIATED DEBTORS

The following list identifies all of the affiliated entities, including the Debtor filing this petition (collectively, the “Debtors”), that have filed voluntary petitions for relief under title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as amended, in the United States Bankruptcy court for the Western District of Oklahoma substantially contemporaneously with the filing of this petition. The Debtors have filed a motion requesting that their chapter 11 cases be jointly-administered pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure.

1. GMX Resources, Inc.
2. Diamond Blue Drilling Co.
3. Endeavor Pipeline, Inc.

**CONSOLIDATED LIST OF UNSECURED CREDITORS
HOLDING THE THIRTY LARGEST UNSECURED CLAIMS**

Following is a consolidated list of unsecured creditors holding the 30 largest unsecured claims against GMX Resources Inc., Diamond Blue Drilling Co., and Endeavor Pipeline, Inc. (collectively, the “Debtors”), as of approximately April 1, 2013. The list has been prepared on a consolidated basis, based upon the current records of the Debtors that have contemporaneously commenced chapter 11 cases in this Court. Related entities may be listed in a consolidated basis on this chart. In setting forth the approximate amount of each claim, the Debtors may have used estimates for market values for securities and currencies and related company offsets. Certain accuracy, and values listed herein may vary substantially from fair value.

The Debtors have not yet identified which of the 30 largest unsecured creditors, if any, are contingent, unliquidated, disputed and/or subject to setoff. The Debtors reserve all rights with respect to the creditors listed on this schedule, including the right to identify any of them as contingent, unliquidated, disputed and/or subject to setoff, as appropriate. The amounts are based on the Debtors’ records at the time this schedule was filed. The Debtors may continue to reconcile the amount on this schedule, and accordingly, neither the Debtors nor their professionals can guaranty that such numbers are accurate at this time. The information presented in this list shall not constitute an admission by, nor is it binding on, the Debtors.

The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 case. The list does not include (1) persons who come within the definition of “insider” set forth in 11 U.S.C. § 101 or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 30 largest unsecured claims.

GMX RESOURCES, INC.

CONSOLIDATED LIST OF CREDITORS HOLDING 30 LARGEST UNSECURED CLAIMS

Rank	Name of Creditor	Name, Telephone Number and Complete Mailing Address Including Zip Code of Employee, Agent, or Department of Creditor Familiar with Claim Who May be Contacted	Nature of Claim (Trade Debt, Bank Loan, Government Contract, etc.)	Indicate if Claim is Contingent, Unliquidated, Disputed, or Subject to Setoff	Amount of Claim
1	U. S. Bank	1555 N. Rivercenter Drive Suite #302 Milwaukee, WI 53212 Fax: 414-905-5057	Senior Secured Notes due December 2017		\$307,094,733 ¹
2	U. S. Bank	1555 N. Rivercenter Drive Suite #302 Milwaukee, WI 53212 Fax: 414-905-5057	Senior Secured Second-Priority Notes due March 2018		\$54,734,159 ²
3	The Bank of New York Mellon	Trust Company, N. A. 10161 Centurion Parkway Jacksonville,, FL 32256 Fax: 904-645-1921	4.50% Convertible Senior Notes due May 2015		\$49,201,550
4	U. S. Bank	1555 N. Rivercenter Drive Suite #302 Milwaukee, WI 53212 Fax: 414-905-5057	Senior Secured Notes Series B due December 2017		\$31,425,000 ³
5	Penn Virginia Oil & Gas, LP	C/O Lillard, Wise, Szygenda, PLLC 5949 Sherry Lane, Suite 1255 Dallas, TX 75225 Fax: 214-739-2010	Timmins #3HR Arbitration/Joint Venture Financing	Disputed	\$4,323,876
6	Helmerich & Payne	International Drilling Co. 1437 South Boulder Ave Tulsa, OK 74119 Phone: 918-742-5531 Fax: 918-742-0237	Trade Vendor		\$3,669,210
7	Cudd Pumping Services, Inc.	DBA Cudd Drilling & Measurement Services, Cudd Energy Services 8032 Main Street	Trade Vendor		\$3,484,549

¹ This amount represents the current outstanding balance on the Senior Secured Notes. At this time, the Debtors believe that such Senior Secured Notes may be partially unsecured and, therefore, they are included.

² This amount represents the current outstanding balance on the Second Priority Notes. At this time, the Debtors believe that such Second Priority Notes may be partially unsecured and, therefore, they are included.

³ This amount represents the current outstanding balance on the Series B Senior Secured Notes. At this time, the Debtors believe that such Series B Senior Secured Notes may be partially unsecured and, therefore, they are included.

Rank	Name of Creditor	Name, Telephone Number and Complete Mailing Address Including Zip Code of Employee, Agent, or Department of Creditor Familiar with Claim Who May be Contacted	Nature of Claim (Trade Debt, Bank Loan, Government Contract, etc.)	Indicate if Claim is Contingent, Unliquidated, Disputed, or Subject to Setoff	Amount of Claim
		Houma, LA 70360 Phone: 985-853-6550 Fax: 832-295-4555 Email: cpinfo@cudd.com			
8	Continental Resources, Inc.	P.O. Box 269091 Oklahoma City, OK 73126 Phone: 405-234-9215 Fax: 405-234-9253	Trade Vendor		\$3,440,717
9	The Bank of New York Mellon	Trust Company, N. A. 10161 Centurion Parkway Jacksonville, FL 32256 Fax: 904-645-1921	11.375% Senior Notes due February 2019		\$1,998,011
10	Williams Southern Company, LLC	Attn: Laken McDonald 46 Don Curt Road Laurel, MS 39440 Phone: 601-428-2214 Fax: 601-649-2292 Email: laken@williamsco.net	Trade Vendor	Disputed	\$1,801,825
11	GX Technology Corporation	2105 Citywest Blvd. Suite 900 Houston, TX 77042 Phone: 713-789-7250 Fax: 713-789-7201	Trade Vendor		\$1,387,200
12	Don and Jeannie Crutcher	Attn: Bryan D. Bruner C/O Burner & Pappas, LLP 3700 West 7th Street Ft Worth, TX 76107-2536 Fax: 817-332-6619	Litigation Settlement	Disputed	\$929,285
13	Regency Intrastate Gas LP	Attn: KATHY CLEMMER 2001 Bryan Street, Ste 3700 Dallas, TX 75201 Phone: 214-840-5537 Fax: 214-750-1749	Trade Vendor		\$885,000
14	Tomye Haynes and John H. Haynes, Jr. et. al.	Attn: Bryan D. Bruner C/O Burner & Pappas, LLP 3700 West 7th Street Ft Worth, TX 76107-2536 Fax: 817-332-6619	Litigation Settlement	Disputed	\$810,374
15	East Texas Exploration, LLC	Attn: Jerry Williams 775 W. Covell Road, Suite 100 Edmond, OK 73003 Phone: 405-562-7356 Fax: 405-471-5223	Trade Vendor		\$689,197

Rank	Name of Creditor	Name, Telephone Number and Complete Mailing Address Including Zip Code of Employee, Agent, or Department of Creditor Familiar with Claim Who May be Contacted	Nature of Claim (Trade Debt, Bank Loan, Government Contract, etc.)	Indicate if Claim is Contingent, Unliquidated, Disputed, or Subject to Setoff	Amount of Claim
16	Weatherford International, Inc.	Attn: Lori V. Graham C/O Dore Mahoney Law Group P. C. 17171 Park Row, Suite 160 Houston, TX 77084 Fax: 281-200-0751	Trade Vendor	Disputed	\$666,790
17	Pyramid Tubular Products, L.P.	P.O. BOX 203929 HOUSTON, TX 77216-3929 Phone: 281-405-8090 Fax: 281-405-8089 Email: pyramid@pyramidtubular.com	Trade Vendor		\$653,198
18	Casedhole Solutions, Inc.	1160 Dairy Ashford Suite 150 Houston, TX 77079 Phone: 903-894-1005 Fax: 903-894-8317	Trade Vendor		\$619,297
19	Vision Oil Tools	13557 58th St. Williston, ND 58801 Phone: 701-774-6170 Fax: 307-382-4151 Email: info@visionoiltools.com	Trade Vendor		\$467,174
20	MBI Energy Logistics LLC	12980 35th Street SW Belfield, ND 58622 Phone: 701-575-8242 Fax: 701-575-4160	Trade Vendor		\$449,506
21	Missouri Basin Well Service, Inc.	Attn: Sue Berger DBA MBI Energy Services 12980 35th Street SW Belfield, ND 58622 Phone: 701-559-1123 Fax: 701-575-4160 Email: sberger@mobasin	Trade Vendor		\$418,910
22	Whiting Oil and Gas Corporation	Attn: David M. Seery P. O. Box 973539 Dallas, TX 75397-3539 Phone: 303-357-1470 Fax: 303-861-4023	Working Interest Owner		\$396,636
23	Dual Trucking Inc.	P.O. Box 1438 Scott, LA 70583 Phone: 337-261-9133 Fax: 337-234-3646	Trade Vendor		\$382,721

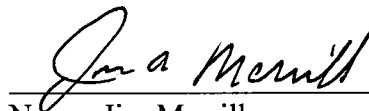
Rank	Name of Creditor	Name, Telephone Number and Complete Mailing Address Including Zip Code of Employee, Agent, or Department of Creditor Familiar with Claim Who May be Contacted	Nature of Claim (Trade Debt, Bank Loan, Government Contract, etc.)	Indicate if Claim is Contingent, Unliquidated, Disputed, or Subject to Setoff	Amount of Claim
24	Blackhawk Energy Services, Inc	139 Missouri Bloomfield, NM 87413 Phone: 505-632-5900 Fax: 505-632-6719	Trade Vendor		\$374,460
25	JNS Trucking, Inc.	2303 West 50th Street, Suite A Sioux Falls, SD 57105 Phone: 605-274-8628 Email: team@jdfinancials.com	Trade Vendor		\$371,119
26	Rolfson Oil, Inc.	P.O. Box 1257 Watford City, ND 58854 Phone: 701-842-2949 Fax: 866-772-2067	Trade Vendor		\$366,093
27	Alfred E. Lacy, AK. Lacy and Robert Tiller	C/O Thomas H. Brown, PLLC 116 North Kilgore Street Kilgore, TX 75662 Phone: 903-984-0999 Fax: 903-984-2697	Litigation Settlement	Disputed	\$363,000
28	Endeavor Gathering, LLC	Attn: Harry Stahl 9400 N. Broadway, Suite 600 Oklahoma City, OK 73114 Fax: 405-600-0600	Trade Vendor		\$327,280
29	ConocoPhillips	600 N. Dairy Ashford 3WL-5070 Houston, TX 77079 Phone: 281-293-1000 Fax: 918-661-5544	Farmout Agreement	Contingent	\$300,000
30	Badger Pressure Control LLC	Attn: Kelly Miller P. O. Box 1246 Woodward, OK 73802 Phone: 580-256-9555 Fax: 580-256-9559	Trade Vendor		\$276,700

I, Jim Merrill of GMX Resources Inc., declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my knowledge, information, and belief.

Dated: Oklahoma City, Oklahoma

March 30, 2013

GMX RESOURCES INC.

A handwritten signature in cursive script, reading "Jim a Merrill", written in black ink.

Name: Jim Merrill

Title: Chief Financial Officer of GMX Resources Inc.

EXHIBIT A TO VOLUNTARY PETITION

GMX RESOURCES, INC.**CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

Rank	Name of Creditor	Name, Telephone Number and Complete Mailing Address Including Zip Code of Employee, Agent, or Department of Creditor Familiar with Claim Who May be Contacted	Nature of Claim (Trade Debt, Bank Loan, Government Contract, etc.)	Indicate if Claim is Contingent, Unliquidated, Disputed, or Subject to Setoff	Amount of Claim
1	U. S. Bank	1555 N. Rivercenter Drive Suite #302 Milwaukee, WI 53212 Fax: 414-905-5057	Senior Secured Notes due December 2017		\$307,094,733 ¹
2	U. S. Bank	1555 N. Rivercenter Drive Suite #302 Milwaukee, WI 53212 Fax: 414-905-5057	Senior Secured Second-Priority Notes due March 2018		\$54,734,159 ²
3	The Bank of New York Mellon	Trust Company, N. A. 10161 Centurion Parkway Jacksonville, FL 32256 Fax: 904-645-1921	4.50% Convertible Senior Notes due May 2015		\$49,201,550
4	U. S. Bank	1555 N. Rivercenter Drive Suite #302 Milwaukee, WI 53212 Fax: 414-905-5057	Senior Secured Notes Series B due December 2017		\$31,425,000 ³
5	Penn Virginia Oil & Gas, LP	C/O Lillard, Wise, Szygenda, PLLC 5949 Sherry Lane, Suite 1255 Dallas, TX 75225 Fax: 214-739-2010	Timmins #3HR Arbitration/Joint venture financing	Disputed	\$4,323,876
6	Helmerich & Payne	International Drilling Co. 1437 South Boulder Ave Tulsa, OK 74119 Phone: 918-742-5531 Fax: 918-742-0237	Trade Vendor		\$3,669,210
7	Cudd Pumping Services, Inc.	DBA Cudd Drilling & Measurement Services, Cudd Energy Services 8032 Main Street	Trade Vendor		\$3,484,549

¹ This amount represents the current outstanding balance on the Senior Secured Notes. At this time, the Debtors believe that such Senior Secured Notes may be partially unsecured and, therefore, they are included.

² This amount represents the current outstanding balance on the Second Priority Notes. At this time, the Debtors believe that such Second Priority Notes may be partially unsecured and, therefore, they are included.

³ This amount represents the current outstanding balance on the Series B Senior Secured Notes. At this time, the Debtors believe that such Series B Senior Secured Notes may be partially unsecured and, therefore, they are included.

Rank	Name of Creditor	Name, Telephone Number and Complete Mailing Address Including Zip Code of Employee, Agent, or Department of Creditor Familiar with Claim Who May be Contacted	Nature of Claim (Trade Debt, Bank Loan, Government Contract, etc.)	Indicate if Claim is Contingent, Unliquidated, Disputed, or Subject to Setoff	Amount of Claim
		Houma, LA 70360 Phone: 985-853-6550 Fax: 832-295-4555 Email: cpinfo@cudd.com			
8	Continental Resources, Inc.	P.O. Box 269091 Oklahoma City, OK 73126 Phone: 405-234-9215 Fax: 405-234-9253	Trade Vendor		\$3,440,717
9	The Bank of New York Mellon	Trust Company, N. A. 10161 Centurion Parkway Jacksonville, FL 32256 Fax: 904-645-1921	11.375% Senior Notes due February 2019		\$1,998,011
10	Williams Southern Company, LLC	Attn: Laken McDonald 46 Don Curt Road Laurel, MS 39440 Phone: 601-428-2214 Fax: 601-649-2292 Email: laken@williamsc.com	Trade Vendor	Disputed	\$1,801,825
11	GX Technology Corporation	2105 Citywest Blvd. Suite 900 Houston, TX 77042 Phone: 713-789-7250 Fax: 713-789-7201	Trade Vendor		\$1,387,200
12	Don and Jeannie Crutcher	Attn: Bryan D. Bruner C/O Burner & Pappas, LLP 3700 West 7th Street Ft Worth, TX 76107-2536 Fax: 817-332-6619	Litigation Settlement	Disputed	\$929,285
13	Tomye Haynes and John H. Haynes, Jr. et. al.	Attn: Bryan D. Bruner C/O Burner & Pappas, LLP 3700 West 7th Street Ft Worth, TX 76107-2536 Fax: 817-332-6619	Litigation Settlement	Disputed	\$810,374
14	Weatherford International, Inc.	Attn: Lori V. Graham C/O Dore Mahoney Law Group P. C. 17171 Park Row, Suite 160 Houston, TX 77084 Fax: 281-200-0751	Trade Vendor	Disputed	\$666,790
15	Pyramid Tubular Products, L.P.	P.O. BOX 203929 HOUSTON, TX 77216-3929 Phone: 281-405-8090 Fax: 281-405-8089 Email: pyramid@pyramidtubular.com	Trade Vendor		\$653,198

Rank	Name of Creditor	Name, Telephone Number and Complete Mailing Address Including Zip Code of Employee, Agent, or Department of Creditor Familiar with Claim Who May be Contacted	Nature of Claim (Trade Debt, Bank Loan, Government Contract, etc.)	Indicate if Claim is Contingent, Unliquidated, Disputed, or Subject to Setoff	Amount of Claim
16	Casedhole Solutions, Inc.	1160 Dairy Ashford Suite 150 Houston, TX 77079 Phone: 903-894-1005 Fax: 903-894-8317	Trade Vendor		\$619,297
17	Vision Oil Tools	13557 58th St. Williston, ND 58801 Phone: 701-774-6170 Fax: 307-382-4151 Email: info@visionoiltools.com	Trade Vendor		\$467,174
18	MBI Energy Logistics LLC	12980 35th Street SW Belfield, ND 58622 Phone: 701-575-8242 Fax: 701-575-4160	Trade Vendor		\$449,506
19	Missouri Basin Well Service, Inc.	DBA MBI Energy Services Attn: Sue Berger 12980 35th Street SW Belfield, ND 58622 Phone: 701-559-1123 Fax: 701-575-4160 Email: sberger@mobasin.com	Trade Vendor		\$418,910
20	Dual Trucking Inc.	P.O. Box 1438 Scott, LA 70583 Phone: 337-261-9133 Fax: 337-234-3646	Trade Vendor		\$382,721

**DECLARATION UNDER PENALTY OF PERJURY
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, Jim Merrill, Chief Financial Officer for GMX Resources, Inc., named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Top 20 Creditors and that it is true and correct to the best of my information and belief.

Date: _____



Jim Merrill, Chief Financial Officer

Annex A

GMX RESOURCES INC.

RESOLUTIONS OF BOARD OF DIRECTORS

March 30, 2013

Chapter 11 Filings

WHEREAS, GMX Resources Inc., an Oklahoma corporation (the “Company”), is the ultimate parent company of each of Diamond Blue Drilling Co. and Endeavor Pipeline Inc. (collectively, the “Subsidiaries,” and each a “Subsidiary”), each an Oklahoma corporation; and

WHEREAS the Board of Directors of the Company (the “Board”), acting on behalf of the Company in the Company’s individual capacity and in the Company’s capacity as the sole shareholder of each Subsidiary (collectively, the “Applicable Capacities”), deems it advisable and in the best interests of the Company and each Subsidiary and the interests of the Company’s and each Subsidiary’s creditors, shareholders and employees, that the Company and each Subsidiary file petitions seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”);

NOW THEREFORE, BE IT RESOLVED, that the law firm of Andrews Kurth LLP be engaged as bankruptcy counsel for the Company and each Subsidiary, under a general retainer, in the Chapter 11 Case of the Company and the Subsidiaries (the “Chapter 11 Case”), subject to any requisite bankruptcy court approval; and further

RESOLVED, that the law firm of Crowe & Dunlevy, P.C. be engaged as co-counsel for the Company and each Subsidiary, under a general retainer, in the Chapter 11 Case, subject to any requisite bankruptcy court approval; and further

RESOLVED, that the investment bank and financial advisory firm of Jefferies, LLC. be engaged as transaction and restructuring advisors for the Company and each Subsidiary in the Chapter 11 Case, subject to any requisite bankruptcy court approval; and further

RESOLVED, that the consulting firm of Epiq Bankruptcy Solutions, LLC be engaged as claims, balloting, and notice agent for the Company and each Subsidiary in the Chapter 11 Case, subject to any requisite bankruptcy court approval; and further

RESOLVED, that the officers of the Company (each, an “Authorized Officer” and collectively, the “Authorized Officers”) be, and they hereby are, authorized and empowered to engage and employ, or cause any Subsidiary to engage and employ, such other law firms, consultants or companies, as may be necessary and appropriate and subject to any requisite bankruptcy court approval, including without limitation, to act as ordinary course, special and/or conflicts counsel for the Company and each Subsidiary, under a general retainer, to assist the Company and each Subsidiary in the Chapter 11 Case and to perform other tasks related to the Company’s and each Subsidiary’s Chapter 11 Case, or to cause any Subsidiary (including in their capacity as directors or causing any director of any Subsidiary) to authorize and direct the

same; and further

RESOLVED, that the Authorized Officers, and any employees or agents (including counsel) designated by or directed by any such Authorized Officer, be, and they hereby are, authorized and empowered, in the name of and behalf of the Company acting in the Applicable Capacities to execute, verify, and file all petitions, schedules, motions, lists, applications, pleadings and other papers, and in that connection, to employ and retain all assistance by legal counsel, accountants, financial advisors and other professionals and to perform any and all further acts and deeds the Authorized Officers deem necessary, proper or desirable in connection with the Chapter 11 Case with a view to the successful prosecution of the Chapter 11 Case; and further

RESOLVED, that in connection with the commencement of the Chapter 11 Case by the Company and each Subsidiary, the Authorized Officers be, and they hereby are, authorized and empowered on behalf of, and in the name of, the Company, acting on behalf of the Company acting in the Applicable Capacities to negotiate, execute and deliver a cash collateral stipulation on the terms and conditions such officer or officers executing the same may consider necessary, proper or desirable, such determination to be conclusively evidenced by such execution or the taking of such action, and to consummate the transactions contemplated by such agreements or instruments on behalf of the Company acting in the Applicable Capacities; and further

RESOLVED, that the Authorized Officers, and any employees or agents (including counsel) designated by or directed by any such Authorized Officer, be, and they hereby are authorized and empowered, in the name of, and on behalf of the Company, acting on behalf of the Company acting in the Applicable Capacities, to cause the Company and each Subsidiary to enter into, execute, deliver, certify, file and record, and perform, such agreements, instruments, motions, affidavits, applications for approvals or rulings of governmental or regulatory authorities, certifications or other documents, institute adversary proceedings, and to take such other actions, as in the judgment of such officer shall be or become necessary, proper and desirable to effectuate a successful reorganization of the Company's and each Subsidiary's businesses; and further

RESOLVED, that, in the judgment of the Board, acting on behalf of the Company acting in the Applicable Capacities, it is desirable and is in the best interests of the Company and each Subsidiary and the interests of the Company's and each Subsidiary's creditors, shareholders and employees, and other interested parties, that the Authorized Officers file a petition on behalf of, and in the name of, the Company acting in the Applicable Capacities seeking relief under the provisions of Chapter 11 of the Bankruptcy Code;

Debtor-in-Possession Financing Agreement

WHEREAS, the Company proposes to enter into a Super Priority Debtor-in-Possession Credit and Guaranty Agreement (the "DIP Agreement") by and among the Company, as borrower, certain Subsidiaries, as guarantors, Cantor Fitzgerald Securities, as administrative agent ("Agent"), and other lenders named therein, as lenders (the "DIP Lenders"), a form of which has been submitted to and reviewed by the Authorized Officers; and

WHEREAS, the DIP Agreement provides the Company a senior secured super-priority debtor-in-possession revolving credit facility that would permit borrowings of not less than \$50 million outstanding at any one time (the “Financing”); and

WHEREAS, the Company, as borrower, desires to obtain the Financing to fund (a) general working capital and operating costs and expenses (including, without limitation, the costs of administering the Chapter 11 Cases of the Company and Subsidiaries) of the Company and Subsidiaries, (b) severance and incentive payments to employees of the Company and Subsidiaries, (c) fees of professional advisors to the Company and Subsidiaries, and (d) all fees charged by the Agent and DIP Lenders (the “DIP Fees”) in connection with the Financing, subject to the all conditions set forth in the DIP Agreement, and subject to approval by the bankruptcy court; and

WHEREAS, in connection with the Financing and pursuant to the DIP Agreement, the Company’s Subsidiaries may be required to enter into a Guaranty (the “Guaranty”) in favor of the Agent (for the benefit of the Secured Parties, as defined therein), to guarantee all the Indebtedness (as defined in the DIP Agreement); and

WHEREAS, in connection with the Financing, the Company and one or more Subsidiaries (as applicable) may be required to pledge and grant a first priority lien and security interest to Agent (on behalf of the Secured Parties, as defined therein) in certain of their respective assets, including without limitation cash, cash equivalents, accounts, deposit accounts, inventory, equipment, general intangibles, certain investment property, equity interests in the Subsidiaries, fixtures, guaranties, swap contract payments, insurance benefits, and warranties (the “Collateral”), pursuant to the terms and conditions of the Financing Agreements (as defined in the DIP Agreement); and

WHEREAS, the Board, acting on behalf of the Company acting in the Applicable Capacities, deems it advisable and in the best interests of the Company and each Subsidiary and the interests of the Company’s and each Subsidiary’s creditors, shareholders and employees, and other interested parties (as applicable) (a) enter into the DIP Agreement and certain additional Financing Agreements and agreements constituting exhibits to the DIP Agreement in which each is named as a party, and certain other agreements, documents, guaranties, promissory notes, certificates, control agreements, security agreements, pledge agreements, instruments of pledge, assignments, assignments of earnings, assignments of insurance, financing statements, designations, transfers, endorsements, and related instruments and documents (collectively with the DIP Agreement and the Financing Agreements, the “Financing Documents”), (b) satisfy any obligations of the Company and each Subsidiary under the Commitment Letter, (c) effect the Financing and other transactions contemplated thereby, and (d) authorize the Authorized Officers to take any and all action as such Authorized Officers may deem appropriate to effect and carry out the Financing and any other transactions contemplated by the DIP Agreement and the other Financing Documents to which the Company and any Subsidiary is a party, subject to approval by the bankruptcy court;

NOW THEREFORE, BE IT RESOLVED, that the Financing, and any transactions

contemplated thereby, effected pursuant to the terms of the DIP Agreement and the other Financing Documents, are hereby in all respects approved, adopted, ratified and confirmed; and further

RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized and empowered, for and in the name and on behalf of the Company acting in the Applicable Capacities and without the joinder of any other person or entity, to effect the Financing, and any transactions contemplated thereby (including the Collateral Pledge), pursuant to the DIP Agreement and the other Financing Documents; and further

RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized and empowered, for and in the name and on behalf of the Company acting in the Applicable Capacities and without the joinder of any other person or entity, to pledge, grant a security interest in and lien upon and assign, endorse, negotiate, deliver, or otherwise hypothecate or transfer to Agent, any and all Collateral now or hereafter held, owned, or controlled by the Company and any Subsidiary, and to perfect such security interests, in each case pursuant to the terms and conditions of the DIP Agreement and other Financing Documents; and further

RESOLVED, that the form, terms and provisions of the DIP Agreement and other Financing Documents to which the Company and any Subsidiary is a party, and the performance by the Company and each Subsidiary of its obligations thereunder, are hereby in all respects approved, adopted, ratified, and confirmed; and further

RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized and empowered, for and in the name and on behalf of the Company acting in the Applicable Capacities and without the joinder of any other person or entity, to execute and deliver to the appropriate parties the DIP Agreement and the other Financing Documents, substantially in the form submitted to and reviewed by the Board, with such changes therein or additions thereto as the Authorized Officer executing the same shall approve, the execution and delivery of such agreements by such officer to be conclusive evidence of the approval of the Board thereof and all matters relating thereto; and further

RESOLVED, that the Board, acting on behalf of the Company acting in the Applicable Capacities in the exercise of its business judgment, has found that it is desirable and in the best interests of the Company and each Subsidiary and the interests of the Company's and each Subsidiary's creditors, shareholders and employees, and other interested parties, that the Company and each Subsidiary enters into and performs their obligations under the DIP Agreement and the other Financing Documents to which any of them is a party and any documents or agreement contemplated thereby; and further

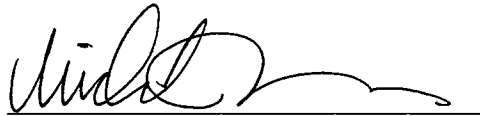
General Enabling Resolutions

RESOLVED that the Authorized Officers be, and each of them hereby is, authorized and empowered, in the name and on behalf of the Company acting in the Applicable Capacities, to do and perform, or cause to be done and performed, all such acts, deeds and things, to make, execute, and deliver, or cause to be made, executed, and delivered, all such agreements,

guarantees, notes, evidences of borrowings, undertakings, documents, instruments and certificates as each such officer may deem necessary, appropriate, advisable or desirable to effectuate or carry out fully the purpose and intent of the foregoing resolutions; and further

RESOLVED that any and all actions heretofore taken by any officer of the Company, or any subsidiary or affiliate of the Company, in connection with the foregoing resolutions be, and hereby are, ratified and approved in all respects.

I hereby certify that the above-written resolution was adopted by the Board of Directors of GMX Resources Inc., an Oklahoma corporation as of the date first written above.

A handwritten signature in black ink, appearing to read "Michael J. Rohleder", written over a horizontal line.

Michael J. Rohleder

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF OKLAHOMA**

)	
	)	Chapter 11
In re:)	
)	
GMX RESOURCES INC.,	)	Case No. 13- _____ ()
DIAMOND BLUE DRILLING CO.,	)	Case No. 13- _____ ()
ENDEAVOR PIPELINE INC.	)	Case No. 13- _____ ()
)	
Debtors.	)	Joint Administration Requested
)	

CORPORATE OWNERSHIP STATEMENT

In accordance with rule 1007(a)(1) of the Federal Rules of Bankruptcy Procedure (the "Federal Bankruptcy Rules") and Local Bankruptcy Rule 1007-1(B), GMX Resources Inc. (the "Company") hereby states that no entity directly or indirectly owns 10% or more of any class of the Company's equity interests.

The Company owns 100% of Endeavor Pipeline Inc. and Diamond Blue Drilling Co. In addition, the Company owns a 60% membership interest in Endeavor Gathering, LLC. The Company does not own an interest in any general partnership. The Company does not own an interest in any limited liability partnership.

I, the undersigned authorized officer of the Company named as the debtor in this chapter 11 case, declare under penalty of perjury that I have reviewed the foregoing and that it is true and correct to the best of my knowledge, information and belief, with reliance on appropriate corporate officers.

Dated: Oklahoma City, Oklahoma

April 1, 2013

GMX RESOURCES INC.



Name: Michael J. Rohleder

Title: President of GMX Resources Inc.

EXHIBIT A TO VOLUNTARY PETITION